UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue
Tallahassee, Florida 32301

FOR PICKUP BY

| <u>uuu</u> | 0) 681-6528 | OFFICE USE ONLY |
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| SERVICES Hot | CORPORATION NAME (S) AND DO | March 8, 2001 CUMENT NUMBER (S): |
| Filing Endence Plain/Confirmation Co Certified Copy | Opy | Status Good Standing |
| Retrieval Request □ Photocopy | □ Articles ©nl y | 10038139050 -03/03/0101004005 ******70.00 *****70.00 Pocuments to Include mendments |
| NEW FILENGS NEW FILENGS Non Profit Limited Liability Domestication Other | AMENDMENTS Amendment Resignation of RA Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger | DEPAINT OF STATE DEPAINT OF STATE 2001 MAN 8 PN 4: 00 2001 MAN 9 PN 4: 00 2001 MAN 9 PN 4: 00 2001 MAN 9 PN 4: 00 |
| OTHER FILINGS Annual Reports Fictitious Name Name Reservation | REGISTRATION/QUALIFICATION Foreign Limited Liability Reinstatement | NEED TODAY |
| Reinstatement | Trademark | |

| OTHER FILINGS | | | |
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| | Annual Reports | | |
| | Fictitious Name | | |
| | Name Reservation | | |
| | Reinstatement | | |

| REGISTRATION/QUALIFICATION |
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| Foreign |
| Limited Liability |
| Reinstatement |
| Trademark |
| Other |

ARTICLES OF INCORPORATION

OF

HOT ROD NITES, INC.



The undersigned incorporator, for the purpose of forming a corporation (hereinafter referred to as the "Corporation") under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I: The name of the corporation shall be Hot Rod Nites, Inc.

Article II: The principal place of business and mailing address of this corporation shall be 4455 Congress Avenue, Lake Worth, Florida 33461.

Article III: The number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000, all of which are of a par value of \$1.00 each and classified as Common shares.

Article IV: The name and address of the initial registered agent is UCC Filing & Search Services, Inc., 526 East Park Avenue, Tallahassee, Florida 32301.

The written acceptance of the initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of hereof.

Article V: The names and addresses of the initial officers and directors are:

| <u>NAME</u> Gary Mitchell | President/Director | ADDRESS 4455 Congress Avenue Lake Worth, Florida 33461 |
|------------------------------|----------------------------------|--|
| Donald Kirk | Secretary, Treasurer Director | 4455 Congress Avenue Lake Worth, Florida 33461 |
| Robert M. Rose | Vice President | 4455 Congress Avenue Lake Worth, Florida 33461 |

Article VI: The name and street address of the incorporator to these Articles of Incorporation is:

NAME

ADDRESS

UCC Filing & Search Services, Inc.

526 East Park Avenue, Tallahassee, Florida 32301

Article VII: The Corporation is organized for the purpose of and is authorized to engage in any lawful business activities.

Article VIII: The period of duration of the corporation is perpetual.

Article IX: The corporation shall, to the fullest extent legally permissible under the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, shall indemnify and hold harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

The undersigned incorporator has executed these Articles of Incorporation on March 8, 2001.

UCC Filing & Search Services, Inc., Incorporator

dward Hand

Edward Hand, President

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

UCC Filing & Search Services, Inc.

Bv:

Edward Hand, President

Date: March 8, 2001

